



## Q&A: Tackling Your First, Massive Board Book (3/21)

**Q:** *I've been elected to my first board seat, a mid-cap regional health services firm. I'm familiar with this sector and the company, have spoken with the management team, and know a couple of current board members, so I have the essentials pretty well. But now, ten days before my first board meeting, I've just received the board book, and it's intimidating. Think of a huge bundle of memos, filings, data, spreadsheets, etc. etc. How do I even begin to get my arms around this wad of paper before my first meeting?*

**A:** Step one is, as the cover of *The Hitchhiker's Guide to the Galaxy* said long ago -- "Don't Panic!" Most novice directors are gobsmacked when they encounter their first board book (or their first online bushel of board portal data). Yet a few coping tools can help you get up to speed and prepared by the time of your boardroom debut.

Step one is to realize that you aren't alone in this (or shouldn't be). You're already acquainted with some members of the management team, as well as current directors (one of whom was likely your introductory to this board). Get in touch with this board mentor and ask "what's expected of you, what to look at first, and how to prepare for this board meeting," counsels Maureen Brujno, managing director of the [Deloitte Center for Board Effectiveness](#). Tap this mentor not only for his or her experience, but for referrals to managers or other directors as needed. Every board's priorities and materials will differ, and you're the new kid in the room – everyone expects you to have some questions.

Melissa Henderson, who works closely with newbie directors through her [Summit Executive Resources](#) board search firm, suggests that you dig into the meeting bundle by first nibbling around the edges. "I'd go first to the committee material, and *then* work your way into the rest." You'll know by now which committees you're on, and this is where most of the heavy lifting of boardwork today actually happens (and typically, committee meetings happen before the full board session anyway). Dig into these committee agendas, minutes and exhibits to get comfortable with the pieces of your boardroom puzzle (especially complex matters handled by the audit committee). Once you have a handle on these, moving on to the full board meeting info should seem pretty straightforward.

Scott Baldwin, co-founder of the [Director Prep](#) group (see this month's *Online Finds*), suggests a "PREP" framework for tackling your first board book. **P** – Preview the material overall, with a quick, 10-minute scan of the major tasks and agenda of this meeting. **R** – Read in more detail, making notes as you go. What decisions are to be made... what are the meeting's major goals... how does this meeting fit into the yearly board calendar? **E** – Establish questions you have on the meeting and materials. What info do you need to answer these (and make sure the answers aren't already buried in the material)? Finally, the last **P** – Priorities. Of the questions you've come up with, which would fit best with the top meeting goals you've established?

Finally, remember that you've been asked to join this board because you've already established your savvy and worth. That means you're someone willing to devote time and effort to really digging into the material and adding your own outside research to prepare. Further, you'll be better able to give feedback on how well (or poorly) your onboarding and the usability of the board book format met your needs.

**RALPH WARD'S BOARDROOM INSIDER** is published monthly for directors, CEOs, those who work with corporate and nonprofit boards (corporate secretaries, corporate counsel, support staff, and consultants), and those who are board prospects.

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